

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., <u>et. al.</u> ,)	Case No. 01-01139 (KJC)
)	Jointly Administered
Debtors.)	
)	Objection Deadline: September 16, 2014 @ 4:00 p.m.
_____)	Hearing Date: October 14, 2014 @ 10:00 a.m.

NOTICE OF AMENDED SEVENTEENTH QUARTERLY APPLICATION AND FINAL APPLICATION OF SCARFONE HAWKINS FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR THE CANADIAN ZAI CLAIMANTS FOR THE INTERIM FEE PERIOD FROM JANUARY 1, 2014 THROUGH FEBRUARY 3, 2014 AND FOR THE FINAL FEE PERIOD DECEMBER 21, 2009 THROUGH FEBRUARY 3, 2014

To: (1) The Debtors; (2) Office of the United States Trustee; (3) Counsel to the Official Committee of Unsecured Creditors; (4) Counsel to the Official Committee of Personal Injury Claimants; (5) Counsel to the Official Committee of Property Damage Claimants; (6) Counsel to the debtor-in-possession lenders (the “DIP Lenders”); (7) Counsel to the Official Committee of Equity Holders; (8) the Fee Auditor; and (9) All parties requesting notice.

Scarfone Hawkins (“Applicant”), as Special Counsel for the Canadian ZAI Claimants pursuant to appointment order, dated March 19, 2010 [Docket No. 24508], has filed and served the *Amended Seventeenth Quarterly Application and Final Application for Compensation for Services Rendered and Reimbursement of Expenses for the Interim Fee Period from January 1, 2014 through February 3, 2014 and Final Fee Period December 21, 2009 through January 1, 2014* (the “Application”) seeking interim fees in the amount of CDN \$38,812.50 and expenses in the amount of CDN \$5,051.45 and final fees in the amount of \$429,799.89 and expenses in the amount of \$61,931.48.

Objections or responses to the Application, if any, must be made in writing, filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801, on or before **September 16, 2014, at 4:00 p.m.**

At the same time, you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel for the Debtors, Adam Paul, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, IL 60654; Roger Higgins, The Law Offices of Roger Higgins LLC, 111 East Wacker Drive, Suite 2800, Chicago, IL 60601-4277 (Fax number 312-836-4047); and James E. O'Neill, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, PO. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400); (ii) counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), Michael R. Lastowski, Esquire, Duane, Morris & Heckscher, LLP, 1100 N. Market Street, Suite 1200, Wilmington, Delaware 19801-1246 (fax number 302-657-4901), and William S. Katchen, Esquire, Duane Morris LLP, 744 Broad Street, Ste. 1200, Newark, New Jersey 07102; (iii) counsel to the Official Committee of Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) counsel to the Official Committee of Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, New York 10022 (fax number 212-644-6755), and Marla Eskin, Esquire, Campbell & Levine, LLC, 222 Delaware Avenue, Suite 1620, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) counsel to the DIP Lenders, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) the Office of the United States Trustee, Attn: Richard L. Schepacarter, Esquire, 844 N. King Street, Suite 2311, Wilmington, Delaware 19801 (fax number 302-573-6497); (vii) counsel to the Official Committee of Equity Holders, Philip Bentley, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax number 212-715-8000); (viii) co-counsel to the Official Committee of Equity Holders,

Teresa K.D. Currier, Esquire, Saul Ewing, 222 Delaware Avenue, Suite 1200, P.O. Box 1266, Wilmington, DE 19801 (fax number 302-421-5861); (ix) counsel to The Representative Counsel for the Canadian ZAI Claimants, Daniel K. Hogan, Esquire, The Hogan Firm, 1311 Delaware Avenue, Wilmington, DE 19806 (fax number 302-656-7599); (x) the Debtors, Richard C. Finke, Esquire, W.R. Grace & Co., 7500 Grace Drive, Columbia, Maryland 21044; (xi) Co-Counsel to The Hon. Alexander M. Sanders, Jr., PD Future Claims Representative, R. Karl Hill, Esquire, Seitz, Van Ogtrop & Green, PA, 222 Delaware Avenue, Suite 1500, Wilmington, Delaware 19801; (xii) Co-Counsel to Roger Frankel, PI Future Claimant's Representative, John C. Phillips, Jr., Esquire, Philips, Goldman & Spence, PA, 1200 North Broom Street, Wilmington, Delaware 19806; (xii) Co-Counsel PI Future Claimant's Representative, Richard Frankel, Esquire, Orrick Herrington & Sutcliffe LLP, Columbia Center, 1152 15th Street, N.W., Washington, D.C. 20005; (xiv) Co-Counsel to the Hon. Alexander M. Sanders, Jr., PD Future Claims Representative, Alan B. Rich, Esquire, Law Office of Alan B. Rich, 4244 Renaissance Tower, 1201 Elm Street, Dallas, Texas 75270; and (xv) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, 2235 Ridge Road, Suite 105, Rockwall, Texas 75087.

A HEARING ON THE APPLICATION WILL BE HELD BEFORE THE HONORABLE KEVIN J. CAREY AT THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 MARKET STREET, WILMINGTON, DELAWARE 19801 ON OCTOBER 14, 2014 AT 10:00 A.M.

Dated: July 16, 2014

Respectfully submitted,

By: /s/ Daniel K. Hogan
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**Counsel to the Representative Counsel as Special
Counsel for the Canadian ZAI Claimants**